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**FOSUN PHARMA**  
**复星医药**

上海復星醫藥（集團）股份有限公司

**Shanghai Fosun Pharmaceutical (Group) Co., Ltd.\***

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

(Stock Code: 02196)

**FOSUN 复星**

復星國際有限公司

**FOSUN INTERNATIONAL LIMITED**

*(Incorporated in Hong Kong with limited liability)*

(Stock Code: 00656)

## **JOINT ANNOUNCEMENT**

### **THE PROPOSED SPIN-OFF AND SEPARATE LISTING OF SHANGHAI HENLIUS ON THE MAIN BOARD OF THE HONG KONG STOCK EXCHANGE POST HEARING INFORMATION PACK**

The boards of directors of Fosun Pharma and Fosun International (the “**Boards**”) announce that they were informed by Shanghai Henlius that in connection with the Proposed Spin-off and Listing, Shanghai Henlius has submitted the Post Hearing Information Pack (the “**PHIP**”), which contains certain business and financial information relating to Shanghai Henlius, to the Hong Kong Stock Exchange for publication on the Hong Kong Stock Exchange’s website. It is expected that the PHIP will be available for viewing and downloading from the Hong Kong Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) from 25 August 2019.

**Shareholders and potential investors of Fosun Pharma and/or Fosun International should be aware that there is no assurance that the Proposed Spin-off and Listing will take place or as to when they may take place. If the Proposed Spin-off and Listing do not proceed for any reason, the Preferential Offering will not proceed. If the Proposed Spin-off and Listing proceed, the timetable for the Global Offering, including the Preferential Offering, will be set out in the Prospectus and in a further announcement to be made by Fosun Pharma and Fosun International.**

## **1. INTRODUCTION**

Fosun Pharma refers to its announcements dated 27 September 2018, 13 December 2018, 5 July 2019 and 21 August 2019 (the “**Fosun Pharma Announcements**”) and the circular to its shareholders dated 11 October 2018 (the “**Fosun Pharma Circular**”) relating to the Proposed Spin-off and Listing. The Proposed Spin-off and Listing were approved by Fosun Pharma’s shareholders at the 2018 First Extraordinary General Meeting held on 27 November 2018.

Fosun International refers to its announcements dated 27 September 2018, 13 December 2018, 5 July 2019 and 21 August 2019 (the “**Fosun International Announcements**”) relating to, among other things, the Proposed Spin-off and Listing.

Unless the context otherwise requires, terms defined in the Fosun Pharma Announcements, the Fosun Pharma Circular and the Fosun International Announcements shall have the same meanings as those used in this announcement.

## **2. POST HEARING INFORMATION PACK**

The Boards announce that they were informed by Shanghai Henlius that in connection with the Proposed Spin-off and Listing, Shanghai Henlius has submitted the PHIP to the Hong Kong Stock Exchange for publication on the Hong Kong Stock Exchange’s website. It is expected that the PHIP will be available for viewing and downloading from the Hong Kong Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) from 25 August 2019.

The PHIP contains, among other things, certain business and financial information relating to Shanghai Henlius. Shareholders and potential investors of Fosun Pharma and/or Fosun International should note that the PHIP is in draft form and the information contained in it is incomplete and is subject to change which can be material. Fosun Pharma and Fosun International do not have any obligation or liability whatsoever in relation to the PHIP.

### 3. GENERAL

In connection with the Global Offering, the price of the Shanghai Henlius H Shares may be stabilised in accordance with the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong). Details of any intended stabilization and how it will be regulated under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) will be contained in the Prospectus.

The Boards wish to emphasise that the implementation of the Proposed Spin-off and Listing is subject to, among other things, the approval of the Hong Kong Stock Exchange and the final decisions of the Shanghai Henlius Board as to whether to proceed with the Proposed Spin-off and Listing, which are subject to market conditions and pricing. The Shanghai Henlius Board will only proceed with the Proposed Spin-off and Listing if it considers that the price of the Shanghai Henlius H Shares which can be obtained in the Global Offering, which is subject to market conditions, is such that proceeding with the Proposed Spin-off and Listing on those terms would be in the interests of Shanghai Henlius and its shareholders as a whole.

**Shareholders and potential investors of Fosun Pharma and/or Fosun International should be aware that there is no assurance that the Proposed Spin-off and Listing will take place or as to when they may take place. If the Proposed Spin-off and Listing do not proceed for any reason, the Preferential Offering will not proceed. If the Proposed Spin-off and Listing proceed, the timetable for the Global Offering, including the Preferential Offering, will be set out in the Prospectus and in a further announcement to be made by Fosun Pharma and Fosun International.**

**Shareholders and potential investors of Fosun Pharma and/or Fosun International should exercise caution when dealing in or investing in the securities of Fosun Pharma and/or Fosun International. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisers.**

Further announcements will be made by Fosun Pharma and Fosun International in respect of the Proposed Spin-off and Listing as and when appropriate.

By order of the board  
**Shanghai Fosun Pharmaceutical (Group) Co., Ltd.\***  
**Chen Qiyu**  
*Chairman*

By order of the board  
**Fosun International Limited**  
**Guo Guangchang**  
*Chairman*

25 August 2019

*As at the date of this announcement, the executive directors of Fosun Pharma are Mr. Chen Qiyu, Mr. Yao Fang and Mr. Wu Yifang; the non-executive directors are Mr. Xu Xiaoliang, Mr. Wang Can, Ms. Mu Haining and Mr. Liang Jianfeng; and the independent non-executive directors are Mr. Jiang Xian, Dr. Wong Tin Yau Kelvin, Ms. Li Ling and Mr. Tang Guliang.*

*As at the date of this announcement, the executive directors of Fosun International are Mr. Guo Guangchang, Mr. Wang Qunbin, Mr. Chen Qiyu, Mr. Xu Xiaoliang, Mr. Qin Xuetao, Mr. Wang Can and Mr. Gong Ping; and the independent non-executive directors are Mr. Zhang Shengman, Mr. Zhang Huaqiao, Mr. David T. Zhang, Mr. Yang Chao and Dr. Lee Kai-Fu.*

\* For identification purposes only